

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

-----x
:
In re : Chapter 9
:
CITY OF DETROIT, MICHIGAN, : Case No. 13- 53846
:
Debtor. : Hon. Steven W. Rhodes
:
:
-----x

**DEBTOR'S *EX PARTE* MOTION FOR AN ORDER SHORTENING
NOTICE AND SCHEDULING AN EXPEDITED HEARING WITH
RESPECT TO DEBTOR'S MOTION PURSUANT TO SECTION 105 AND
107(b) OF THE BANKRUPTCY CODE FOR AN ORDER AUTHORIZING
THE DEBTOR TO FILE FEE LETTER UNDER SEAL IN CONNECTION
WITH THE DEBTOR'S POST-PETITION FINANCING MOTION**

The City of Detroit, Michigan (the “City”) hereby moves for the entry of an *ex parte* order, pursuant to Rules 9006(c)(1) and 9007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 9006-1(b) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Eastern District of Michigan (the “Local Rules”), shortening the notice period to allow the Debtor’s Motion Pursuant to Sections 105 and 107(b) of the Bankruptcy Code for an Order Authorizing the Debtor to File Fee Letter Under Seal in Connection with the Post-Petition Financing (the “Seal Motion”),¹ which

¹ Capitalized terms not otherwise defined herein have the meanings given to them in the Seal Motion

was filed contemporaneously herewith, to be considered by the Court at the hearing currently scheduled for November 14, 2013 at 10:00 a.m. (prevailing Eastern Time). In support of this *Ex Parte* Motion, the City respectfully states as follows:

Jurisdiction and Venue

1. The Court has jurisdiction over this matter under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue is proper in this district under 28 U.S.C. §§ 1408 and 1409.

Relief Requested

2. The City filed the Seal Motion contemporaneously with the filing of the instant *Ex Parte* Motion. In the Seal Motion, the City seeks entry of an order authorizing the City to file under seal a copy of the Fee Letter in connection with its proposed \$350 million postpetition financing, and directing that the Fee Letter remain under seal, confidential and not available without the written consent of the City and Barclays (the lender under the facility) or, upon notice and a hearing, this Court.

3. By this *Ex Parte* Motion, the City seeks an order (a) shortening the notice period with respect to the Seal Motion to enable the City to present the Seal Motion for the Court's consideration at the hearing currently scheduled for November 14, 2013 at 10:00 a.m. (prevailing Eastern Time), (b) requiring any

objections to the relief requested in the Seal Motion to be made at or before November 11, 2013 at 4:00 p.m. (prevailing Eastern Time) and (c) granting such other and further relief to the City as the Court deems appropriate.

Basis for Relief

4. Bankruptcy Rule 9006(c)(1) provides that “when an act is required or allowed to be done at or within a specified time by these rules or by a notice given thereunder or by order of court, the court for cause shown may in its discretion with or without motion or notice order the period reduced.” Fed. R. Bankr. P. 9006(c)(1). Local Rule 9006-1(b) further provides that “a party may file a motion for an *ex parte* order reducing or enlarging the time for a party to take any action or file any paper.” E.D. Mich. LBR 9006-1(b).

5. In addition, pursuant to Bankruptcy Rule 9007, “[w]hen notice is to be given under the [Bankruptcy Rules], the court shall designate, if not otherwise specified herein, the time within which, the entities to whom, and the form and manner in which the notice shall be given.” Fed. R. Bankr. P. 9007.

6. Together, these rules provide the Court with the authority to enter an *ex parte* order scheduling a hearing on shortened notice and approve the manner of notice of such hearing.

7. On November 5, 2013, contemporaneously with the filing of the Seal Motion and this *Ex Parte* Motion, the City filed a motion for approval of

its proposed \$350 million postpetition financing facility (the “Financing Motion”).

The Fee Letter provides for certain agreed fees and other amounts that the City will pay, or may pay, in connection with that financing.

8. As explained more fully in its Seal Motion, the City believes that the disclosure of the Fee Letter will be financially harmful to the City, as well as to Barclays, thereby warranting the filing of the Fee Letter under seal. Among other things, disclosure of the Fee Letter likely will increase the cost of the facility to the City.

9. At the same time, the Court likely will want to review the Fee Letter in connection with the hearing on the Financing Motion. In addition, certain parties who might object to the Financing Motion may request copies of the Fee Letter. One such party, Syncora, already has made such a request to the City and in connection with a pending Rule 2004 motion. As such, the City submits that it would be advantageous to resolve any disputes over the confidentiality of the Fee Letter well prior to the hearing on the Financing Motion and contemporaneously with any discovery requests that the City may receive as a result of the Financing Motion prior to the objection deadline for that motion. Since the Court has already set an omnibus hearing in this case for next week, the City respectfully requests that the Seal Motion be heard at that hearing.

10. The City believes that the proposed notice and objection period is warranted under these exigent circumstances and is adequate to provide interested parties with an opportunity to respond to the relief requested in the Seal Motion. The City filed the Seal Motion (and this *Ex Parte* Motion) at the same time as the Financing Motion. As a result, the shortening of the notice period for the Seal Motion is not the result of any delay on the part of the City.

11. The City will serve this *Ex Parte* Motion via the Court's ECF system to the parties in the above-captioned proceeding.

12. For the reasons set forth above, the City submits that cause exists to shorten the notice period normally required by the Bankruptcy Rules and the Local Rules such that the Seal Motion may be heard by the Court at the November 14, 2013 hearing.

No Prior Request

13. No prior motion for the relief requested herein has been made to this or any other Court.

WHEREFORE, the City respectfully requests that the Court enter an order, substantially in the form attached as Exhibit 1, granting the relief requested in this *Ex Parte* Motion and granting such further relief as the Court deems appropriate.

Dated: November 5, 2013

Respectfully submitted,

/s/ David G. Heiman

David G. Heiman (OH 0038271)

Heather Lennox (OH 0059649)

JONES DAY

North Point

901 Lakeside Avenue

Cleveland, Ohio 44114

Telephone: (216) 586-3939

Facsimile: (216) 579-0212

dgheiman@jonesday.com

hlennox@jonesday.com

Brad B. Erens

JONES DAY

77 West Wacker

Chicago, Illinois 60601

Telephone: (312) 782-3939

Facsimile: (312) 782-8585

bberens@jonesday.com

Bruce Bennett (CA 105430)
JONES DAY
555 South Flower Street
Fiftieth Floor
Los Angeles, California 90071
Telephone: (213) 243-2382
Facsimile: (213) 243-2539
bbennett@jonesday.com

Jonathan S. Green (MI P33140)
Stephen S. LaPlante (MI P48063)
MILLER, CANFIELD, PADDOCK AND
STONE, P.L.C.
150 West Jefferson
Suite 2500
Detroit, Michigan 48226
Telephone: (313) 963-6420
Facsimile: (313) 496-7500
green@millercanfield.com
laplante@millercanfield.com

ATTORNEYS FOR THE CITY OF DETROIT

SUMMARY OF ATTACHMENTS

The following documents are attached to this Motion, labeled in accordance with Local Rule 9014-1(b).

Exhibit 1	Proposed Form of Order
Exhibit 2	None [Notice Not Required]
Exhibit 3	None [Brief Not Required]
Exhibit 4	Certificate of Service
Exhibit 5	None [No Affidavits Filed Specific to This Motion]

EXHIBIT 1
(Proposed Form of Order)

IN THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

----- X
:
In re : Chapter 9
:
CITY OF DETROIT, MICHIGAN, : Case No. 13-53846
:
Debtor. : Hon. Steven W. Rhodes
:
----- X

**ORDER GRANTING DEBTOR'S *EX PARTE* MOTION FOR AN ORDER
SHORTENING NOTICE AND SCHEDULING
AN EXPEDITED HEARING**

This matter coming before the Court on Debtor's *Ex Parte* Motion for an Order Shortening Notice and Scheduling an Expedited Hearing with Respect to Debtor's Motion Pursuant to Sections 105 and 107(b) of the Bankruptcy Code for an Order Authorizing the Debtor to File Fee Letter Under Seal in Connection with the Post-Petition Financing (the "Motion");¹ the Court having reviewed the Motion; having found that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409, (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b), and (iv) notice of the Motion was sufficient under the circumstances; having determined after due deliberation that the relief requested in the Motion is

¹ Capitalized terms not otherwise defined herein have the meanings given to them in the Motion.

in the best interests of the Debtor and its creditors; and good and sufficient cause having been shown;

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED**.
2. The objection deadline with respect to the Seal Motion shall be November 11, 2013, at 4:00 p.m. (prevailing Eastern Time).
3. A hearing with respect to the Seal Motion shall be held on November 14, 2013, at 10:00 a.m. (prevailing Eastern Time) before the Hon. Steven Rhodes in Courtroom 716, Theodore Levin United States Courthouse, 231 W. Lafayette Blvd., Detroit, Michigan.
4. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
5. This Court shall retain jurisdiction over any and all matters arising from the interpretation or implementation of this Order.

EXHIBIT 2
(Intentionally Omitted)

EXHIBIT 3
(Intentionally Omitted)

EXHIBIT 4
(Certificate of Service)

Certificate of Service

I, David G. Heiman, hereby certify that the foregoing Debtor's *Ex Parte* Motion For an Order Shortening Notice And Scheduling an Expedited Hearing With Respect To Motion of Debtor For Protective Order was filed and served via the Court's electronic case filing and noticing system on this 5th day of November, 2013.

/s/ David G. Heiman _____

EXHIBIT 5

(Intentionally Omitted)